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Lead Counsel for Direct Purchaser Plaintiffs

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IN RE: CATHODE RAY TUBE (CRT)
ANTITRUST LITIGATION

Master File No. 07-CV-5944-JST

MDL No. 1917

This Document Relates to:

Crago, d/b/a Dash Computers, Inc., et al. v.
Mitsubishi Electric Corporation, et al., Case
No. 14-CV-2058-JST.

**DECLARATION OF STEVEN F. BENZ IN
SUPPORT OF DIRECT PURCHASER
PLAINTIFFS' APPLICATION FOR
ATTORNEYS' FEES AND EXPENSES AND
INCENTIVE AWARDS**

Date: June 8, 2017

Time: 2:00 p.m.

Judge: Honorable Jon S. Tigar

Courtroom: 9

1 I, Steven F. Benz, declare:

2 1. I am a partner at Kellogg, Hansen, Todd, Figel & Frederick, P.L.L.C., Counsel for
3 Direct Purchaser Plaintiffs (“DPPs” or “Plaintiffs”) in this action. I submit this declaration in
4 support of DPPs’ joint Application for Attorneys’ Fees and Expenses and Incentive Awards (“Fees
5 and Expense Application”) in connection with the services rendered in this litigation. I make this
6 declaration based on my personal knowledge and if called as a witness, I could and would
7 competently testify to the matters stated herein.

8 2. My firm has served as counsel to Class Representative Studio Spectrum, Inc. and as
9 counsel for the Class throughout the course of this litigation. The background and experience of
10 Kellogg, Hansen, Todd, Figel & Frederick, P.L.L.C, hereinafter referred to as (“Kellogg Hansen”) and its attorneys are summarized in the curriculum vitae attached hereto as **Exhibit A**.

11 3. Kellogg Hansen has prosecuted this litigation solely on a contingent-fee basis, and
12 has been at risk that it would not receive any compensation for prosecuting claims against the
13 defendants. While Kellogg Hansen devoted its time and resources to this matter, it has foregone
14 other legal work for which it would have been compensated.

15 4. During the pendency of the litigation, Kellogg Hansen performed the following
16 work:

- 17
- 18 • Overall case strategy.
 - 19 • Coordination of second depositions of named class representatives.
 - 20 • Work with experts and oversee several expert reports for trial.
 - 21 • Trial planning and preparation.
 - 22 • Legal and factual research relevant to liability and damages.
 - 23 • Responses to defendants’ discovery requests.
 - 24 • Mediation and settlement.

25 Steven F. Benz, Kellogg Hansen's lead partner, was assigned to be one of the lead trial
26 counsel in the case against the defendants. In addition, he participated in class-wide strategy
27 sessions and briefing of key pleadings as a member of the trial team. Kellogg Hansen prepared and
28 defended our client, class representative Studio Spectrum, for its deposition. He reviewed antitrust

1 expert reports and worked directly with several experts. He participated in mediation and
2 settlement negotiations.

3 K. Chris Todd, a name partner, joined the litigation at the deposition phase and prepared for
4 and participated in the 30(b)(6) deposition of Arch Electronics and reviewed Class expert's
5 damages report.

6 Collin White, the associate assigned to this portion of the case, performed legal research,
7 communicated with co-counsel and opposing counsel, prepared for and attended class
8 representative depositions. He reviewed antitrust expert reports and proof of claim materials.

9 Kellogg Hansen hired Oliver Hennigan, former in-house counsel to a Japanese corporation,
10 for his significant experience and Japanese translation skills. Mr. Hennigan was dedicated to
11 review of defendants' Japanese documents for legal content to support the work of class counsel.

12 Tom Samuels, a staff attorney, performed fact research throughout the case and reviewed
13 documents to prepare for class representative and Mitsubishi depositions. Tom served as the
14 primary contact for our client class representative, Studio Spectrum, Inc., and prepared Mr.
15 Buckowski, its president, for his deposition.

16 5. Attached hereto as **Exhibit B** is my firm's total hours and lodestar, computed at
17 historical rates, from the inception of DPPs' case against the Mitsubishi Electric Defendants and
18 the Thomson Defendants (Case No. 14-CV-2058-JST, filed May 5, 2014) through October 31,
19 2016. The total number of hours spent by Kellogg Hansen during this period of time was 1,459.80,
20 with a corresponding lodestar of \$778,548.00. This summary was prepared from contemporaneous,
21 daily time records regularly prepared and maintained by Kellogg Hansen. The lodestar amount
22 reflected in Exhibit B is for work assigned by Lead Counsel, and was performed by professional
23 staff at my law firm for the benefit of the DPP Class. None of these hours were included in
24 connection with DPPs' first fee and expense application (ECF No. 4055).

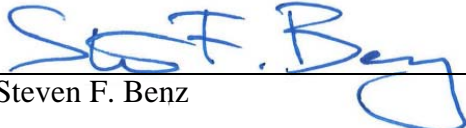
25 6. The hourly rates for the attorneys and professional support staff in my firm included
26 in Exhibit B are the usual and customary hourly rates charged by Kellogg Hansen. Kellogg Hansen
27 has expended a total of \$4,876.40 in unreimbursed costs and expenses in connection with the
28 prosecution of DPPs' case against the Mitsubishi Electric Defendants and the Thomson

1 Defendants. These costs and expenses are broken down in the chart attached hereto as **Exhibit C**.
2 They were incurred on behalf of DPPs by Kellogg Hansen on a contingent basis and have not been
3 reimbursed. The expenses incurred in this action are reflected on the books and records of my firm.
4 These books and records are prepared from expense vouchers, check records and other source
5 materials and represent an accurate recordation of the expenses incurred. None of these expenses
6 were included in connection with DPPs' first fee and expense application (ECF No. 4055).

7 7. I have reviewed the time and expenses reported by Kellogg Hansen in this case
8 which are included in this declaration, and I affirm that they are true and accurate.

9 I declare under penalty of perjury under the laws of the United States of America that the
10 foregoing is true and correct.

11
12
13 Executed on March 16, 2017 at Washington D.C.

14 
15 Steven F. Benz
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ATTESTATION

I, R. Alexander Saveri, hereby attest, pursuant to United States District Court, Northern District of California Civil Local Rule 5-1(i)(3), that concurrence to the filing of this document has been obtained from the signatory hereto.

By: /s/ R. Alexander Saveri
R. Alexander Saveri

Exhibit A

KELLOGG, HANSEN, TODD, FIGEL & FREDERICK, P.L.L.C.
Sumner Square
Suite 400
1615 M Street, N.W.
Washington, D.C. 20036
(202) 326-7900

Kellogg, Hansen, Todd, Figel & Frederick P.L.L.C. was formed in the spring of 1993 by law school classmates Michael Kellogg, Peter Huber, and Mark Hansen (Harvard '82). The firm has grown rapidly since then. It now includes 32 Partners, 31 Associates, 2 Of Counsel, 12 Staff Attorneys, and 12 Paralegals and Researchers.

Our practice is focused on trials and appeals in federal and state courts across the United States and before federal agencies. This litigation builds on the experience of the firm's partners as lawyers at the Department of Justice and elsewhere in the federal government and in other endeavors. Michael Kellogg, Mark Hansen, Chris Todd, Reid Figel, Jim Webster, and Wan Kim served as Assistant United States Attorneys; Michael Kellogg and David Frederick served as Assistants to the Solicitor General; Rebecca Beynon served as Deputy General Counsel at the Office of Management and Budget and as a Special Assistant to the President; Wan Kim served as the Assistant Attorney General for the Civil Rights Division; Mike Guzman served as Principal Deputy Assistant Attorney General for the Environment and Natural Resources Division, and Courtney Simmons Elwood served as an Associate Counsel to the President, Deputy Counsel to the Vice President, and Deputy Chief of Staff to the Attorney General. Geoff Klineberg served as the Counselor on International Law in the Office of the Legal Adviser at the Department of State. And Sean Lev recently returned to the firm after serving as General Counsel of the Federal Communications Commission as well as Acting General Counsel and Deputy General Counsel for Environment & Nuclear Programs at the Department of Energy.

Michael Kellogg and Peter Huber wrote a leading treatise on federal telecommunications law; Peter Huber wrote the landmark Department of Justice report on the breakup of AT&T and is a leading author and speaker on telecommunications and tort reform; David Frederick wrote a leading treatise on Supreme Court advocacy; Chris Todd served as a member of the Iran-Contra prosecution team; John Thorne was Senior Vice President and Deputy General Counsel at Verizon Communications Inc. where he headed Verizon's competition and intellectual property practice groups.

Our Lawyers

The firm's partners have been lead counsel in more than 100 federal and state trials and appeals, and have argued more than 45 cases before the Supreme Court of the United States. The firm was founded with the conviction that able young lawyers can assume substantial responsibility at an early point in their careers for matters at both the trial and the appellate stages. We believe that this benefits both our clients, who receive cost-effective service from highly motivated attorneys, and the attorneys, who experience the satisfaction of practice.

Partners

Michael K. Kellogg,

Stanford University '76, Oxford University, St. Catherine's College '79,
Harvard Law School '82
Law Clerk to Judge Malcolm Wilkey and Justice William H. Rehnquist

Mark C. Hansen,

Dartmouth College '78, Harvard Law School '82
Law Clerk to Judge William H. Timbers

K. Chris Todd,

Texas Tech University '69, University of Texas Law School, Austin '72,
Cambridge University, Darwin College '74
Law Clerk to Judge William M. Taylor, Jr.

Reid M. Figel,

Middlebury College '78, New York University School of Law '82
Law Clerk to Judges George C. Pratt and James R. Browning

David C. Frederick,

University of Pittsburgh '83, Oxford University, University College '87,
University of Texas Law School, Austin '89
Law Clerk to Judge Joseph T. Sneed and Justice Byron R. White

Peter W. Huber,

Barker Fellowship in Mechanical Engineering '74, Massachusetts Institute of
Technology '76, Harvard Law School '82
Law Clerk to Judge Ruth Bader Ginsburg and Justice Sandra Day O'Connor

Steven F. Benz,

Johns Hopkins University '83, Stanford Law School '90

Geoffrey M. Klineberg,

Princeton University '85, Oxford University, Balliol College '87, Yale Law School '90
Law Clerk to Judge José A. Cabranes, Judge Patricia M. Wald, and
Justice Harry A. Blackmun

Evan T. Leo,

University of California, Los Angeles '90, George Washington University Law Center '93

Aaron M. Panner,

Yale University '86, Harvard Law School '95
Law Clerk to Judge Michael Boudin and Justice Stephen G. Breyer

Silvija A. Strikis,

University of Maryland '85, Georgetown University Law Center '95
Law Clerk to Chief Judge Harry T. Edwards and Justice Sandra Day O'Connor

William J. Conyngham, Jr.,

Georgetown University '78, University of Texas, Austin '84, The Catholic
University of America, Columbus School of Law '85

Kevin B. Huff,

University of Utah '93, Columbia University Law School '96
Law Clerk to Judge Denise Cote, Judge Douglas H. Ginsburg, and Justice Antonin Scalia

Michael J. Guzman,

Brigham Young University '88, Harvard Law School '91
Law Clerk to Judge Douglas H. Ginsburg

James M. Webster III,

University of Virginia '90, Columbia University Law School '94
Law Clerk to Judge Paul V. Niemeyer

Scott H. Angstreich,

Princeton University '93, Oxford University, Balliol College '95, Harvard Law School '98
Law Clerk to Judge Douglas H. Ginsburg

David L. Schwarz,

Harvard College '93, Oxford University, New College '95, Harvard Law School '98
Law Clerk to Judge Patricia M. Wald

Rebecca A. Beynon,

University of Texas '84, University of California '87, University of Texas
Law School, Austin '94
Law Clerk to Judge Raymond Randolph and Justice Sandra Day O'Connor

Kevin J. Miller,

University of Georgia '93, University of Chicago Law School '99
Law Clerk to Judge Jerry E. Smith and Justice Anthony M. Kennedy

Joseph S. Hall,

Duke University '95, Georgetown University Law Center '99
Law Clerk to Judges Fred I. Parker and James Robertson

Wan J. Kim,

Johns Hopkins University '90, University of Chicago Law School '93
Law Clerk to Judge James L. Buckley

Courtney Simmons Elwood,

Washington and Lee University '90, Yale Law School '94
Law Clerk to Judge J. Michael Luttig and Chief Justice William H. Rehnquist

Derek T. Ho,

Harvard College '96, Yale University '98, Harvard Law School '01
Law Clerk to Chief Judge Michael Boudin and Justice David H. Souter

Gregory G. Rapawy,

Stanford University '97, Harvard University, Kennedy School of Government '01,
Harvard Law School '01
Law Clerk to Judge Sandra L. Lynch and Justice David H. Souter

Kenneth M. Fetterman,

Gettysburg College '94, The Catholic University of America, Columbus School of Law '97,
Georgetown University Law Center '00

Andrew C. Shen,

Cornell University '00, Columbia University Law School '04
Law Clerk to Judge Dolores K. Sloviter

John Thorne,

Kenyon College '78, Northwestern University Law School '81
Law Clerk to Chief Judge Walter J. Cummings

Daniel G. Bird,

University of Maryland '01, Yale Law School '05
Law Clerk to Judge A. Raymond Randolph

Sean A. Lev,

Williams College '88, Harvard Law School '92
Law Clerk to Judge Patricia M. Wald

Michael N. Nemelka,

Brigham Young University '03, University of Virginia School of Law '06
Law Clerk to Judge Paul V. Niemeyer

Andrew E. Goldsmith,

Brown University '99, Harvard Law School '04
Law Clerk to Judge Reena Raggi

Joshua D. Branson,

Northwestern University '06, Harvard Law School '10
Law Clerk to Judge Diana Gribbon Motz

Associates*

Thomas B. Bennett,

Swarthmore College '07, New York University School of Law '12
Law Clerk to Judges Gerald E. Lynch and Jesse M. Furman

Katherine C. Cooper,

Duke University '07, Harvard Law School '13
Law Clerk to Judge Allyson K. Duncan

Daniel V. Dorris,

University of Illinois '06, University of Chicago Law School '10
Law Clerk to Judges Gary Feinerman and Pamela Rymer

* Not admitted in D.C.; practicing under supervision of the partners of the firm.

Matthew M. Duffy,

University of Notre Dame '09, Pace University '09, University of Notre Dame
Law School '13
Law Clerk to Judge Kim W. Wardlaw

Ethan P. Fallon,

The Pennsylvania State University '09, UCLA School of Law '14
Law Clerk to Judges Denny Chin and John Gleeson

Amelia I. Frenkel,

Georgetown University '08, New York University, School of Law '14
Law Clerk to Judge Donald H. Ginsberg

Hilary P. Gerzhoy,

University of Chicago '10, University of California, Berkeley, School of Law '14
Law Clerk to Judge Kermit Lipez

Julian J. Ginos,

Binghamton University '07, New York University School of Law '14
Law Clerk to Judge Royce C. Lamberth

Benjamin J. Gottesman,

University of Miami '12, George Washington University Law Center '15

Josh Hafenbrack,

University of Charleston '03, Georgetown University Law Center '13
Law Clerk to Judge M. Margaret McKeown

Frederick G. Hall,

Princeton University '09, Georgetown University Law Center '13
Law Clerk to Judges James S. Gwin and Michael Fisher

Minsuk Han,

Seoul National University Business School '10, Cornell Law School '14
Law Clerk to Judge Andrew J. Kleinfield

Jacob E. Hartman,

Duke University '06, Perelman School of Medicine at the University of Pennsylvania '15,
University of Pennsylvania Law School '15
Law Clerk to Judge Kent A. Jordan

Stefan J. Hasselblad,

Columbia University '07, Harvard Law School '15
Law Clerk to Judge Neil M. Gorsuch

Cody Herche,

University of the Pacific '10, Cornell Law School '13
Law Clerk to Judges Richard M. Berman and Richard C. Wesley

*T. Dietrich "Deke" Hill**

Cornell University '11; Columbia Law School '14
Law Clerk to Judge Amalya L. Kearse

Nicholas O Hunter,

University of Michigan '01, Harvard Law School '13
Law Clerk to Judge William C. Bryson

Matthew R. Huppert,

Georgetown University '08, Columbia Law School '11
Law Clerk to Judges Beryl A. Howell and Judith W. Rogers

Jeffrey A. Love,

Stanford University '07, Yale Law School '12
Law Clerk to Judges James E. Boasberg and David S. Tatel

Benjamin D. Margo,

Harvard College '05, Georgetown University, '07, New York University School of Law '14
Law Clerk to Judge Kermit V. Lipetz

Rachel P. May,

University of Wisconsin-Madison '98, University of Texas at Austin '04,
Harvard Law School '14

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Bradley E. Oppenheimer,

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Law Clerk to Judge Sandra L. Lynch

Leslie V. Pope,

Harvard College '06, Yale Law School '10
Law Clerk to Judge Judith W. Rogers

Peter S. Ratner,

Harvard College '07, Harvard Law School '12
Law Clerk to Judge Steven M. Colloton

Benjamin L. Rudofsky,
Northwestern University '11, Cornell Law School '14
Law Clerk to Judge Rya W. Zobel

Thomas G. Schultz,
University of Minnesota '09, Cornell Law School '13
Law Clerk to Judge Roger Wollman

Benjamin S. Softness,
Amherst College '06, University of Pennsylvania Law School '13
Law Clerk to Judge A. Raymond Randolph

Collin R. White,
Rice University '09, University of Texas Law '13
Law Clerk to Judges James O. Browning and Neil M. Gorsuch

Joanna T. Zhang,
University of Pennsylvania '09, Yale Law School '13
Law Clerk to Judges Gary Feinerman and Alex Kozinski

Of Counsel

Scott K. Attaway,
Berklee College of Music '93, Boston University Law School '97
Law Clerk to Judges Catherine C. Blake and Douglas H. Ginsburg

Andrew M. Hetherington,
Cambridge University '91, Tulane University '95 and '99,
Georgetown University Law Center '03
Law Clerk to Judge Danny J. Boggs

We encourage our associates to consider public service. We have seen our attorneys become judges and agency general counsels, as others have advanced to positions in the White House, the Justice Department, the Congress, the FCC, and the SEC. Still others are now professors at the nation's top law schools.

Our Matters

Our matters include antitrust, contract, fraud, product liability, and intellectual property actions, federal grand jury and SEC investigations, as well as telecommunications litigation for several industry leaders. These matters range from a complex 500-party interpleader action to relatively straightforward commercial disputes. We have matters throughout the country, including state court actions in the District of Columbia, Virginia, Maryland, Massachusetts, and Louisiana; federal district court cases in Texas, Kentucky, Illinois, the District of Columbia, Virginia, Maryland, and Massachusetts; all districts of the federal courts of appeals, as well as before the Supreme Court of the United States. A list of representative matters can be found on our website at <http://www.khhte.com/matters.php>.

Our Clients

Our clients include more than a dozen Fortune 100 corporations (in industries ranging from telecommunications, petroleum, computer manufacture and electrical controls, to entertainment and recreation), emerging biotechnology and telecommunications companies, a major health care company, and a leading economics consulting firm.

Exhibit B

In re Cathode Ray Tube (CRT) Antitrust Litigation
KELLOGG, HANSEN, TODD, FIGEL & FREDERICK, P.L.L.C.

Reported Hours and Lodestar
Inception through October 31, 2016 – Mitsubishi/Thomson Only

TIME REPORT

| NAME | TOTAL HOURS | HISTORICAL HOURLY RATE | LODESTAR |
|----------------------|------------------------|---------------------------------------|---------------------|
| ATTORNEYS | | | |
| Steven F. Benz (P) | 478.50 | \$850 | \$406,725.00 |
| K Chris Todd (P) | 33.30 | \$900 | \$29,970 |
| Colin White (A) | 223.40 | \$395 | \$88,243 |
| Thomas Samuels (SA) | 269.65 | \$350 | \$94,377.50 |
| Oliver Hennigan (SA) | 454.95 | \$350 | \$159,232.50 |
| | | | |
| | | | |
| NON-ATTORNEYS | | | |
| | 0.00 | \$ | \$ |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |
| TOTAL: | 1459.8 | | \$778,548.00 |

(P) Partner

(A) Associate

(SA) Staff Attorney

Exhibit C

In re Cathode Ray Tube (CRT) Antitrust Litigation
KELLOGG, HANSEN, TODD, FIGEL & FREDERICK, P.L.L.C.
 Reported Expenses Incurred on Behalf of DPPs – Mitsubishi/Thomson Only

EXPENSE REPORT

| CATEGORY | AMOUNT INCURRED |
|--|----------------------------|
| Court Fees (Filing, etc.) | \$305.00 |
| Experts/Consultants | \$1,000.00 |
| Federal Express | \$164.04 |
| Transcripts (Hearing, Deposition, etc.) | \$1,163.12 |
| Messenger Delivery | \$0 |
| Photocopies – In House (capped at \$0.20 per copy) | \$2,009.12 |
| Photocopies – Outside | \$0 |
| Postage | \$0 |
| Service of Process | \$0 |
| Telephone/Telecopier | \$235.12 |
| | |
| TOTAL: | \$4,876.40 |
| | |